Memo

TO: **Brad Wright**

FROM: **Jay Donahue**

RE: **Global Office Link Patent Issues**

Date: [redacted]

Dear Brad:

Enclosed is a review of the inventive principles that will be integrated into the *Global Office Link*sm system. I have divided these principles into 4 general categories: applicability of the system, significant other features, controlling functions (system administrator-level tools) and operational improvements. These principles should be evaluated in view of the current patent applications and related claims.

I. Applicability of System

Definition: The universe of potential system users and system features that articulate, develop and automate business processes before and during operational use

Purpose: Identify the structure for a particular organizational process through documentation, modify the business process so that it functions better, and introduce automated workflow and related tools that save time and money. The system can apply to organizational processes beyond the negotiation of a contract and for uses that precede adoption of the system for day-to-day use.

Narrative Summary: The enclosed narrative description for *Global Process Link* describes the process related tools.

[redacted]

[redacted]

Relevant Principles: The following principles summarize future use of the system:

1. **Use for Non-Contractual Processes:** Companies and other organizations (such as government organizations and other non-profit companies) have a general interest in automating their workflow to be more efficient, which yields savings of time and/or money. These activities normally require, at a minimum, some degree of internal collaboration in order to achieve desired end results (indeed, the word "corporation" stems from the Latin word for "body", suggesting that collaboration is essential in such organizations). These groups often utilize consultants to develop certain process improvements – including, for example, the Six Sigmasm system and customer relationship management or other initiatives with quantitative or qualitative objectives. The *Global Office Link* system provides a structure upon which all of these activities and related workflow can be automated.

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The current claims apply to a "contract" and a "transaction". The CIP filing states that, "the invention has broad application beyond a real estate transaction" (page 38, Lines 5 to 8). The word "transaction" implies a process that would not necessarily be contractual in nature, and could refer to fulfillment of a more general business need (see the example below). The July 2000 filing refers to a "nine phase computer-assisted process for negotiation, execution and evaluation of a lease transaction according to one variation of

the invention" (Page 14, Lines 10 to 11). A subsequent paragraph in the same filing refers to fourth phase of the process where "the tenant defines his or her requirements to occupy the premises, including improvements and investment not provided by the landlord" (Page 15, Lines 1 to 4), and notes that the landlord may or may not be involved in these decisions. This memo will assume that the words "transaction" and "fulfillment" can be used on an interchangeable basis, eliminating the need to use both words.

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2. **Use within a Single Organization:** Companies and other organizations that wish to automate workflow do not necessarily conduct negotiations with a counterparty to meet their stated organizational objectives. In addition, a workflow may combine phases and steps that involve "negotiation" (agreements to be reached between parties and counterparties), "internal negotiation" or "collaboration" (agreements to be reached between members of the same party and/or its external service providers) and "due diligence" (a single user addresses organizational criteria that are precedent to making a decision). The system can act as a unifying platform that encompasses all of this activity. Take two examples:

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- In Example 1, a customer makes a request for customer service. This request could trigger the start of a workflow process to fulfill the customer's need. This may require due diligence where the fulfilling party reviews corporate policies and procedures, and collaboration where the party works with various groups within the company to fulfill a request such as product development, marketing department, and legal department. There may be subsequent negotiations with the customer as to remedial support, next steps, etc. However, the organization may decide that this workflow should not be visible to the customer, and that any customer negotiations should be merely recorded by the fulfilling party.
- In Example 2, a company needs to determine whether a particular property should be declared "surplus" and available for sale. This may require that the user undertake due diligence by answering a series of questions about the operational use of the property, then collaboration with external service providers to obtain an appraisal for the property and collaboration with internal professionals to determine the property's status from a legal, tax and environmental perspective. This activity generally would not involve contract negotiations, and the end result would not be a contract but rather a document that summarizes the decision making process and recommended action. If a decision to sell the property were confirmed, subsequent actions could include marketing the property and negotiations with a prospective buyer as a counterparty.

[redacted]

Both workflow processes could involve negotiation, collaboration and due diligence. Some phases and steps could confirm agreements between service providers and organizational employees (for example, as referenced on Page 34, Lines 1 to 5 of the CIP filing), or between two parties within the same organization. Other phases and steps may require due diligence where only one side of the screen would function, and all related documents would be created as the result of one party answering the relevant questions (and providing related dialogue box comments) rather than a party and counterparty negotiating an agreement. Subsequent counterparty negotiations could take place at a later date. As stated above, the current claims apply to a "contract" and a "transaction". The word "transaction" implies a process that would not necessarily be contractual in nature.

3. **Diagnostic Use of System:** As stated above and in the narrative, the system has broad applicability for organizational processes that must be examined, modified and automated. This includes the use of the system as a diagnostic tool prior to implementing

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an automated workflow system. Here, the current workflow structure is created (using in one embodiment the reverse engineering method set forth below) and exhibited as phases, steps and questions in the relevant documents. The workflow is then evaluated and tested on the system's automated platform. Users and/or their business process consultants identify problem areas (e.g., "bottlenecks"), and determine the need for due diligence, collaboration, and negotiation with a counterparty to achieve stated organizational objectives. The system is further modified as set forth in the narrative to produce a "Proof of Concept".

[redacted]

4. **Reverse Engineering Methodology:** This is a new concept in connection with the development and diagnostic modes as explained in the narrative. It integrates new technology (such as XML computer language) with the existing business methodology. It has broad applicability for organizations and their consultants who are responsible to examine organizational process activity. It would result in considerable savings of time and money by quickly specifying the structure of a particular workflow from the relevant documentation, and at the same time creating an ordination of phases, steps and questions in a user-friendly format (e.g., users "drill down" from top level phases to lower level steps and questions).

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II. Significant Other Features

Definition: Tools that improve the effectiveness of the system and integrate a variety of needs that are associated with a particular organizational objective

Purpose: These tools integrate the planning, marketing and transaction process, and the storage of information related to a transaction and dates for future decisions to be taken. They are combined with certain features described in previous filing to support a range of organizational processes.

Narrative Summary: The workflow process can encompass "pre" and "post" elements of a transaction. The system links these functions to a so-called "structured transactions engine" through a single screen format. This facilitates the user's demand to have one workplace from which to begin, and offers an "Express" system to follow-up and complete selected phases without the need for a more structured workflow system.

Relevant Principles: The significant features include:

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1. **Use of Express System:** Users that have interest in automated workflow systems may wish to have a simple, single screen format from which documents are created. The user who creates the transaction would control the screen in a "single entry format" where responses from counterparties or collaborators are not permitted (the creator could, however, delegate responsibility for completing this form). This "Express" system is a variant of the "workflow system" (phase, step, question), the latter being described in the filings as a "structured transactions engine" where responses from counterparties or collaborators may be entered. The express system is designed to permit fast creation and editing of one or number of documents around which a business process is built, and to utilize other system tools such as reporting, scheduling, best practices, e-bidding and messaging. It could act as an intermediate step before entry into the system's more structured "workflow system" (subsequent references to these words in this memo will have this specific meaning). The user would have the choice to convert at any time from the express system to the more structured and interactive workflow system. The single entry form would also serve as the stating point for entering information about any transaction as generally described in the CIP filing (Page 25, Lines 24-27 and Figure 16).

[redacted]

2. **Creation of Decision Documents:** Prior claims (See claim No. 33 and No. 55 from the CIP filing) discuss the creation of intermediate and summary documents for certain milestone decisions. The system can also support the creation of final documents. For example, the system can generate either a draft lease agreement or final lease agreement that reflects all of the terms and conditions agreed by the parties. As another example, the system can generate an "action plan" that summarizes due diligence and collaborative decision making and recommends a course of action, such as a decision to sell property. Users can decide which of these documents counterparties and collaborators can view. [redacted]

3. **Creation of Supporting Documentation:** The system also provides for the insertion of documents that support decisions, but are not part of the workflow process. For example, the July 2000 filing references the phase where tenants must define their environment. A form can be imported into the system or created to specify the number of workplaces and the amount of space for each workplace in support of a related step or question, "Have the parties agreed to the amount of required space?". This form can be uploaded into the system and accessed with a hyperlink on the same screen as the step or question. Responses to the form can be automatically stored in the system database. Users can decide which of these documents counterparties and collaborators can view.

[redacted]

4. **Connection of Listings to Transaction System:** Users can create listings of property or other goods or services for sale or lease (or requirements to purchase or lease such goods or services) directly from the single entry screen, which is then automatically transmitted to an Internet or other computer-generated search engine. For example, users can create a listing for a lease of property, which upon clicking the words "Enter Listing" is automatically uploaded onto a real estate search engine. Conversely, users can create a listing on the system from a separate screen and then, upon finding a counterparty for a transaction, can initiate a transaction process by entering the listing identification number. In one embodiment, the listing number would become the transaction number, and would automatically transfer into the single entry screen all relevant factual information.

5. **Use of Direct Link Generator:** System users may wish to promote listings beyond the internal resources of the system by linking to other portals on the Internet or other similar computer media. This would permit the simultaneous viewing of the listing from a number of such portals or media. The "Direct Link Generator" permits users to create a URL or other computer-based identification that permits a listing within the system to be viewed over such media (for example, by accessing another web site using a web browser). If a prospective counterparty has interest in the listing, it may utilize system messaging tools to contact the user and initiate the transaction process. In a further embodiment, users could utilize the system's internal messaging system to contact parties that may have a potential interest in the property or other goods or services. This could be done on an individual basis or by utilizing pre-selected groups of participants to be contacted by electronic mail. Each recipient could click on the link to view the listing, and if their needs match the listing, they could fulfill this request by responding through the messaging system or by other means.

6. **Use of Portfolio System:** Users may wish to aggregate other goods or services for sale or lease (or requirements to purchase or lease such goods or services) into a summary format that would be more amenable for prospective counterparties. For example, a user wishing to sell a number of real estate properties may wish to aggregate information about these properties into one summary listing, with a link to certain "sub-listings" of each individual property. The "portfolio" system permits users to utilize the single entry screen to initiate this process, and to display the summary information when the

aggregation has been finalized (using a listing-type format for each sub-listing). The portfolio would receive a unique identification number, and would be treated in the system as a single entity for purposes of action planning, display of listing, transaction process, database entry, etc. In a further embodiment, users could utilize the system's internal messaging system in the same manner as set forth above, with provision of an additional link that displays each sub-listing.

7. **Integrated Database Functions:** [Brad, the principal novelty here is the integration of several database functions into the system and the flexibility to bypass the transaction system.] The July 2000 filing and the CIP filing make numerous references to a database where information pertinent to transactions is stored and retrieved. This includes, for example, information on rental prices, sales prices, square footage, etc. Some of this information is "dynamic" data that is subject to change (e.g., building operating expenses) and other information is time-sensitive (e.g., deadlines for renewal of a lease). The system can enable users to access a record of a transaction after its completion, and to make alterations to certain dynamic data fields. Users will enter the unique identification number assigned by the system to retrieve the transaction, and utilize the same single screen entry form to make these changes. In one variation, users access a "Summary Data" screen that is automatically produced at the end of a transaction, and into which the user can enter these changes. The summary data is customized (on a system administrator-level) to fulfill specific post-transaction needs. Other screens displayed by the database (e.g., a breakdown of building operating expenses or a summary of all properties by country) can also be customized. The internal messaging system can send reminders to users as to key post-transaction dates, such as the dates for lease renewals. It is understood that the database could either be internal to the system or a connection to a database on another computer system that performs similar functions. Further, users could elect to bypass the structured transaction system and make entries to the database either through the single entry form or a summary data screen. [redacted]

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III. Controlling Functions [redacted]

Definition: System administrator-level functions that control operation of the system and permit modifications to the system

Purpose: To customize a business process to meet diagnostic or oper[redacted] provide tools on an ongoing basis to test new business processes when improvements or changes are required.

Narrative Summary: Customization as defined in the CIP filing permits users to eliminate certain phases, steps and questions for a workflow (see Claim 21(6) in the CIP filing). More generally, customization may also include the process whereby users on a system administrator level are provided with a set of tools to create a workflow system. This is implied in the CIP filing (Page 34, Lines 16 to 19) where it is stated that, "It should also be apparent that customization can be based on broader user-specific needs including, for example, different phases; different screen formats; milestone decisions; documentation and report interfaces; and messaging interfaces."

[redacted]

Customization tools built into the system would permit a user without any computer programming skills to create a workflow of phases, steps, questions and the related documents, and to make decisions about the type of phase and step (negotiable, collaborative, due diligence) to meet organizational objectives (in one variation, users would need some knowledge of html scripts). This would encompass creation of decision documents and supporting documents and modification of templates and other tools that streamline the process. Decision documents are either fed into the system through reverse

engineering to create workflow or are created by responses to questions that are summarized in a document for each step or phase (not all responses need to be displayed in the document). Supporting documents are related to a particular decision but are not integrated into the workflow. Templates include mathematical templates that provide a quantitative basis for making decisions (e.g., a comparison of rental costs for two buildings) as were discussed in the July 2000 filing (Page 21, Lines 3 to 4). They also include non-mathematical templates that provide required information in connection with a decision or particular process need (e.g., information templates about external service providers to evaluate whether to send RFPs for professional services). Customization would also include modification of a so-called "Express" system to facilitate rapid decision making without the workflow system structure.

These activities could be carried out in all operational modes of the system as set forth in the enclosed narrative document. Customization can become an ongoing feature of the system. It permits workflow processes to function in an "organic" manner: that is, they can be modified on a regular basis in response to changing organizational objectives and the methods by which objectives are met.

[redacted]

Relevant Principles: These include provision of a computer-based system for system administrators or business consultants to create a workflow and document system, and to modify system tools to meet organizational objectives of clients in all system modes. This includes a system to:

1) Create a workflow consisting of phases, steps and questions and the related documentation as part of a diagnostic or pre-implementation use of the system

2) Create a workflow using a reverse engineering methodology for the same purposes

3) Utilize reverse engineering methods with voice or text tagging to transform documents into workflow and workflow into documents

4) Duplicate a workflow in a development mode for purposes of making modifications to the system and/or user interface while retaining the existing workflow

5) Convert a workflow from a development mode into a "production" mode for purposes of implementing the workflow for everyday organizational use

6) Create multiple automated business processes to meet diverse objectives of an organization, where the basis for creating the second automated business process is based on the first business process

7) Create an express system that is comprised of a single screen user interface from which a user can enter basic information about a transaction, create action plans and other documents, enter listings, and utilize Direct Link Generators to display listings on the Internet or similar media

8) Characterize phases, steps or questions as being of the negotiable, collaborative or due diligence type and characterize those phases that would not be visible to counterparties or collaborators

9) Create categories of users who have "view only" access to transactions or other business processes without the ability to make entries into any displayed fields, as a member of the party or counterparty's team

10) Create decision documents for the workflow system that are derived from answers to questions and customize the user interface

11) Create decision documents for the express system that are derived from responses from sections of the single screen entry form and customize the user interface

12) Create or upload documents that support a question or step within a particular phase and customize the user interface

13) Create documents that summarize decisions across any number of phases, steps or questions, and that may integrate text from other system documents

14) Create a listing template(s) for property or other goods or services for sale or lease (or requirements to purchase or lease such goods or services) that defines key information to be provided electronically and that may vary based on the type of transaction (e.g., a lease or sale transaction)

15) Create mathematical templates that permit entry of numbers for the purpose of obtaining financial comparisons, summaries, etc.

16) Create non-mathematical templates that provide required information in connection with a decision or particular process need

17) Generally customize other system tools such as single line summary reports, best practice reports, scheduling, e-bidding and messaging by changing specific response fields and the user interface (e.g., changes to a summary report format that displays certain key information derived from questions such as term of lease, annual rent, type of customer request, etc.)

18) Create database template reports that include information required by organizations and can be categorized according the specific criteria

19) Create a summary data document that displays all of the key information about a completed transaction and that can be subsequently be modified by users after the transaction to make changes in the factual information. [redacted]

IV. Operational Use of System [redacted]

Definition: Modifications to system for the benefit of normal (non-system administrator) users including a single party who initiates the transaction process

Purpose: Make the system work better for users

Narrative Summary: New features can improve the usability of the system for contract negotiation and/or general business process use. These features permit further utilization of the system.

Relevant Principles: A summary of features that could be available to system users is as follows:

1) Choose Business Process/Transaction Type: User acting as principal party chooses among alternative types of transactions for which they are permitted to participate

2) Categorization of Phases: User acting as principal party categorizes each phase, step and question as being negotiable, collaborative (or internally negotiable) or due diligence

3) Choose Single Use Mode: User acting as principal party decides whether an entire workflow system transaction (or part thereof) will be carried out by a single user

[redacted]

4) Add Participants: User acting as principal party decides whether to permit additional participants to have "view only" access to a transaction as a member of the party or counterparty's team

5) Create Decision Documents: User acting as principal party decides for a particular phase whether a document summarizing all decision-making will be displayed and created

6) Utilize Express System: User acting as principal party utilizes a single screen format to enter information about a transaction or organizational requirement and generate related decision documents

7) Customize Express System: User acting as principal party decides whether phases will be utilized for a particular transaction and if not eliminates the phases and related documents

8) Lock Express Documents and Phases: User acting as principal party decides whether a particular phase should be "locked" for purposes of entering a date in the schedule for completion of a phase. The messaging system prompts users to make this decision.

9) Transfer from Express to Workflow System: Information entered by users on a single entry screen is automatically associated with and transferred into the proper response boxes for decisions to be made in the workflow system

10) Hide Documents and Phases: User acting as principal party decides whether to display or hide a particular phase to collaborators and counterparties

11) Convert Decision Documents into Word Processing Documents: Users may decide to convert a decision document into an external word processing software program for purposes of making further modifications to the document

12) Transfer from Express to Workflow System: Information entered by users on a single entry screen is automatically associated with and transferred into the proper response boxes for decisions to be made in the workflow system

13) Complete Action Plan: User acting as principal party completes an action plan consisting of certain due diligence or collaboration required in advance of starting a particular organizational process such as the sale of a building, etc.

14) Utilize Portal Link: User acting as principal party chooses whether to enter from the single entry screen a listing on a search engine for sale or lease of goods or services or for a particular need

15) Utilize Direct Link Generator: User acting as principal party chooses whether to utilize a "Direct Link Generator" to create a URL or other computer-based identification that permits a listing to be viewed over the Internet or similar media by other parties that may have matching needs

16) Utilize Direct Link Messaging: User acting as principal party chooses whether to utilize a "Direct Link Generator" as part of a message to prospective counterparties that contains a link to a listing

17) Utilize Portfolio System: User acting as principal party chooses whether to aggregate goods or services for sale or lease (or requirements to purchase or lease such goods or services) into a summary format that would be more amenable for prospective counterparties and would then be considered as a single transaction in the system.

18) Utilize Direct Link Messaging for Portfolios: User acting as principal party chooses whether to utilize a "Direct Link Generator" as part of a message to prospective counterparties that contains a link to a portfolio listing and sub-listings

19) Bypass Structured Transaction System: User acting as principal party chooses whether to bypass the structured transaction system to enter data for transmission into the database

Please advise me as to your thoughts on these principles and how we should proceed. Thank you.

Best regards

Jay Donahue

Enclosure